

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

Hearing Date: November 30, 2006
Hearing Time: 10:00 a.m.

In re: : Chapter 11
: :
DELPHI CORP., *et al.*, : Case No. 05-44481 (RDD)
: :
Debtors. : (jointly administered)
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**SUPPLEMENTAL REPORT OF THE DELPHI JOINT FEE REVIEW COMMITTEE
REGARDING APPLICATIONS FOR AWARD OF COMPENSATION
AND REIMBURSEMENT OF EXPENSES FOR THE PERIODS FROM
OCTOBER 8, 2005 THROUGH JANUARY 31, 2006 AND FEBRUARY 1 THROUGH
MAY 31, 2006, AND REQUEST THAT THE COURT RESOLVE DISPUTE
WITH RESPECT TO FEE COMMITTEE STATEMENTS**

I. INTRODUCTION

The Delphi Joint Fee Review Committee (the “Fee Committee”) hereby respectfully submits its supplemental report (the “Supplemental Report”) of its review of the Applications for Award of Compensation and Reimbursement of Expenses (the “Applications”), filed by various professionals (the “Professionals”) for the periods from October 8, 2005 through January 31, 2006 (the “First Fee Period”) and February 1 through May 31, 2006 (the “Second Fee Period”).

The Fee Committee received responses to its recommendations from eleven of the thirty-two Professionals seeking approval of their fees on November 30, 2006. Only two of the eleven provided meaningful counteroffers; the rest responded to justify their fees and expenses in the amounts stated in the Report, dated November 15, 2006. The Fee Committee now questions whether the cost of the Fee Committee – in both time and money – outweighs any benefit to the estate.

The estate incurred over \$98 million in fees and expenses in the first eight months of the cases, as shown below:

| PERIOD | FEES | EXPENSES | TOTAL |
|--------|-----------------|----------------|-----------------|
| ONE | \$40,428,087.29 | \$2,290,765.18 | \$42,718,852.47 |
| TWO | \$51,769,792.95 | \$3,854,343.09 | \$55,624,136.04 |
| TOTAL | \$92,197,880.24 | \$6,145,108.27 | \$98,342,988.51 |

The Debtors have paid 80% of the fees and 100% of the expenses each month to the Professionals pursuant to the Monthly Compensation Order. In addition, the Fee Committee agreed, and the Court authorized, release of one-half of the hold back for the first two fee periods.

The Fee Committee does not object to interim allowance of fees and expenses subject to a reservation of the right of further review by the Fee Committee and the United States Trustee. The Fee Committee also requests that the Court deny any further release of the hold back pursuant to Southern District of New York practice. The hold back should be released only at the conclusion of the cases.

The Fee Committee also requests that the Court approve the following schedule for fee hearings:

| FEE PERIOD | DATES | APPLICATION DUE DATE | HEARING DATE AND TIME |
|------------|-----------------------------|-------------------------|--------------------------------|
| 3 | June - September 2006 | November 30, 2006 | March 22, 2007 10:00 a.m. |
| 4 | October 2006 - January 2007 | March 31, 2007 | June 21, 2007 10:00 a.m. |
| 5 | February - May 2007 | July 31, 2007 | October 25, 2007 10:00 a.m. |

WHEREFORE, the Fee Committee requests that the Court grant interim approval of the Applications and other relief as is just.

Dated: New York, NY
November 28, 2006

DELPHI FEE COMMITTEE

By: /s/ Alicia M. Leonhard
Alicia M. Leonhard
Attorney for the United States Trustee

By: /s/ David M. Sherbin
David M. Sherbin
Vice President & General Counsel
Delphi Corporation

By: /s/ John Sheehan
John Sheehan
Vice-President and Chief Restructuring Officer
Delphi Corporation

By: /s/ Valerie Venable
General Electric Company
Member of the Unsecured Creditors'
Committee